

The reference having been
with motion as to the

MAYER BROWN

Prestige case, counsel may
submit comments or suggestions
to the Court regarding consoli-
dation, within 14 days of the

December 14, 2007

date hereof. Counsel are to
forward a copy of this endorse-
ment to all affected counsel.
So ordered.

BY HAND

The Honorable Lawrence M. McKenna
United States District Judge
United States District Court
Southern District of New York
Daniel Patrick Moynihan United States Courthouse
500 Pearl Street, Room 1640
New York, NY 10007

Re: *Adelphia Recovery Trust v. Bank of America, N.A.,
et al.*, 05 Civ. 9050 (LMM)

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DATE FILED: 1/16/08

DEC 17 2007

MEMO ENDORSED

Dear Judge McKenna:

We represent Bank of Montreal and BMO Capital Markets Corp., named defendants in the above-referenced action (the "Bank Litigation"). We respectfully submit this letter on behalf of Bank of Montreal, BMO Capital Markets Corp. and certain other defendants named in the Bank Litigation (the "Bank Litigation Defendants").

On December 3, 2007, plaintiff Adelphia Recovery Trust ("Plaintiff") filed, in the United States Bankruptcy Court for the Southern District of New York ("Bankruptcy Court"), a Motion to Withdraw the Reference of two adversary proceedings currently pending in the Bankruptcy Court. Those two adversary proceedings are captioned, *Adelphia Recovery Trust v. Prestige Communications of NC, Inc. et al.*, No. 02-41729 (REG), Adv. Pro. No. 04-03293 (CGM) (Bankr. S.D.N.Y.) (the "Prestige Case") and *Adelphia Recovery Trust v. FPL Group, Inc. et al.*, No. 02-41729 (REG), Adv. Pro. No. 04-03295 (REG) (Bankr. S.D.N.Y.) (the "FPL Case").

Although styled as a "Motion to Withdraw the Reference," Plaintiff's motion appears to go beyond a simple request that the Court withdraw the reference of the Prestige and FPL Cases, pursuant to 28 U.S.C. § 157(d). Rather, Plaintiff, in its memorandum of law, has raised the issue of consolidating the Prestige and FPL Cases with the Bank Litigation and has, among other things, implicated the Bank Litigation's mediation process before Judge Daniel Weinstein.

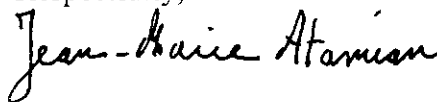
In view of the fact that any potential consolidation will necessarily and directly impact mediation, discovery, motion practice and trial in the Bank Litigation, Defendants respectfully request that -- in the event Plaintiff's withdrawal motion is granted, and the Prestige and FPL Cases are transferred to Your Honor's docket -- the Bank Litigation Defendants have the

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opportunity to be heard prior to any determination on the issue of consolidation. Indeed, among other things, the Prestige and FPL Cases have discovery cutoffs that expire in just a few months. In contrast, with the amended complaint filed by Adelpia a few weeks ago, over 500 new defendants have just been added to the Bank Litigation, the vast majority of which (to our knowledge) have not even been served, and while Adelpia has had access to millions of pages of records produced by the defendants that are already in the Bank Litigation (including dozens of depositions taken in the Bankruptcy and in related litigation), even the pre-existing defendants (themselves numbering in the hundreds) have yet to get meaningful access to Adelpia's records (which are electronically housed on a database Adelpia concedes is broken, has repeatedly promised to fix, but has not yet succeeded in fixing).

To that end, we are available at Your Honor's convenience for a conference, hearing or to otherwise discuss the matter.

Respectfully,

A handwritten signature in black ink that reads "Jean-Marie Atamian". The signature is written in a cursive, flowing style.

Jean-Marie L. Atamian

cc: The Honorable Daniel H. Weinstein (by e-mail)
Jed Melnick, Esq. (by e-mail)
All Counsel of Record (by e-mail)